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Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public. ▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990of. OMB No 1545-0052

Fo	rcale	endar year 2013 or tax year beginning			, and e	nding		
N	ame o	of foundation					A Employer identification	n number
_]	שב	CILLE AND RONALD NEEL	Y FOUNI	OATION			33-0386127	<u>'</u>
		and street (or P O box number if mail is not delivered to	street address)			Room/suite	B Telephone number	
		D. BOX 371347					(619)542-6	5100
		town, state or province, country, and ZIP or form DIEGO, CA 92137-134					C if exemption application is p	pending, check here
G	Chec	ck all that apply Initial return		nitial return of a f	ormer public c	harity	D 1. Foreign organization:	s, check here
		Final return		mended return				
		Address change		lame change			2. Foreign organizations me check here and attach or	omputation
H	Chec	ck type of organization: X Section 501(c)					E If private foundation sta	tus was terminated
		Section 4947(a)(1) nonexempt charitable trust		ble private found	ation		under section 507(b)(1))(A), check here 🕨 📖
		· -	ounting method		Accri	ıal	F If the foundation is in a	
		Part II, col. (c), line 16)	J Other (specif				under section 507(b)(1))(B), check here ►∟
<u>-</u> _	<u> </u>	5, 293, 669. (Part I,						(d)
<u> </u>	<u>art</u>	(The total of amounts in columns (b), (c), and (d) may necessarily equal the amounts in column (a))	expen	evenue and ses per books	(b) Net inv		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received		L59,153.			N/A	
%1 M 7	2		B					
<u></u>	3	Interest on savings and temporary cash investments	<u> </u>	79.		79.		STATEMENT 1
2	4	Dividends and interest from securities]	22,103.	11	5 <u>,</u> 492.		STATEMENT 2
<u>,</u>	5	a Gross rents						
AU5	ו	b Net rental income or (loss)		22 604			<u> </u>	
0	6	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all		33,694.				
AFL.	_{	b Gross sales price for all assets on line 6a 6,108,676	<u>•</u>	·	1 22	604		
₩ 6		Capital gain net income (from Part IV, line 2)			1,33.	3,694.		
<u>~</u> -	8					·		
	9	Gross sales less returns	-				<u> </u>	
SCANNEL Revenu	Ι.	a and allowances						
لالا		c Gross profit or (loss)					<u> </u>	
	1	Other income 0						
	12	131		15,029.	1,450	265.	· · · · · · · · · · · · · · · · · · ·	
	13	Compensation of officers, directors, trustees, etc	Ø,	0.	· · · · · · · · · · · · · · · · · · ·	0.		0.
	14		- K					
	15	Other employee salaries and wages. Pension plans, employee benefits.						
enses	16a	a Legal fees						
je i	t	b Accounting fees STMT 3		7,235.	· ·	7,235.		0.
Ä	0	c Other professional fees						
Ý	17	Interest						
Operating and Administrative Exp	18			8,568.		1,858.		0.
ínís	19	*		····				
Ē	20		<u> </u>					
φ	21							
a	22			FO 700		,505.		285.
ing	23	•		59,790.	<u> </u>	7,505.		203.
erat	24	•		75,593.	71	.,598.		285.
ŏ	25	expenses. Add lines 13 through 23 Contributions, gifts, grants paid		49,165.		., 550 .		849,165.
		Total expenses and disbursements.	<u> </u>	47,103.				047,103.
	20	Add lines 24 and 25	وا	24,758.	71	.,598.		849,450.
	27	Subtract line 26 from line 12:	- 			-, -, -, -, -,		0 2 5 7 2 0 0
	1	2 Excess of revenue over expenses and disbursements	6	90,271.				
		Net investment income (if negative, enter -0-)		· - · - ·	1,378	667.		· · · · · · · · · · · · · · · · · · ·
	C	C Adjusted net income (if negative, enter -0-)			·		N/A	
3235 10-1		LHA For Paperwork Reduction Act Notice,	see instruction	s.				Form 990-PF (2013)

	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	
יי	arı	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	833,568.	496,087.	496,087.
	2	Savings and temporary cash investments			
		Accounts receivable >			
		Less: allowance for doubtful accounts	1		
	4	Pledges receivable			
		Less: allowance for doubtful accounts	1 !		
	5	Grants receivable			
	1 6	Receivables due from officers, directors, trustees, and other			
	۱ "	disqualified persons			
	١,				
	7		1		
	١.	Less: allowance for doubtful accounts			
Assets	8	Inventories for sale or use			
Ass	9	Prepaid expenses and deferred charges			
_		Investments - U.S. and state government obligations	2 020 060	4 000 014	- FOO FOO
		Investments - corporate stock STMT 6	3,230,960.	4,299,214.	4,782,536.
	0	Investments - corporate bonds	ļ		
	11	Investments - land, buildings, and equipment basis			
	1	Less accumulated depreciation			
	12	Investments - mortgage loans			
	13	Investments - other STMT 7	106,851.	66,349.	15,046.
	14	Land, buildings, and equipment; basis		ľ	
		Less accumulated depreciation			
	15	Other assets (describe ►)			
	16	Total assets (to be completed by all filers - see the			
		instructions. Also, see page 1, item 1)	4,171,379.	4,861,650.	5,293,669.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Ś	19	Deferred revenue			
Liabilities	20	Loans from officers, directors, trustees, and other disqualified persons			
abi	21	Mortgages and other notes payable			
Ξ	1	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
	l l	and complete lines 24 through 26 and lines 30 and 31.		1	
98	24	Unrestricted			
ances	I	Temporarily restricted			
		Permanently restricted			
or Fund Ba	-	Foundations that do not follow SFAS 117, check here			
Ξ	ĺ	and complete lines 27 through 31.		ĺ	
ō	27	Capital stock, trust principal, or current funds	999,947.	999,947.	
Net Assets	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
\ss	I	Retained earnings, accumulated income, endowment, or other funds	3,171,432.	3,861,703.	
et/	29	Total net assets or fund balances	4,171,379.	4,861,650.	
Z	30	Total liet assets of fully valances	4,111,070	4,001,030.	
	24	Total liabilities and net assets/fund balances	4,171,379.	4,861,650.	
_	31			4,001,030.	
P	art	Analysis of Changes in Net Assets or Fund B	alances		
-	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
•		t agree with end-of-year figure reported on prior year's return)	30	1	4,171,379.
,	•	amount from Part I, line 27a		2	690,271.
		Increases not included in line 2 (itemize)		$\frac{2}{3}$	0.00,271.
		ines 1, 2, and 3		3	4,861,650.
		eases not included in line 2 (itemize)		5	4,801,030.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (h) line 30		4,861,650.
<u>"</u>	rotal	net assets of futto balances at end of year (fine 4 finitus line 5) - Part II, CC	numin (b), into 30		Form 990-PF (2013)
					1 01111 2 2 U T F (40 13)

Page 3

Pa	ert IV Capital Gains	and Losses for rax on it	ivestinen	it income					
		ribe the kind(s) of property sold (e.g arehouse; or common stock, 200 sh			P-	ow acquired Purchase Donation	(c) Date (mo.,	acquired day, yr.)	(d) Date sold (mo., day, yr.)
10	<u> </u>	8P-02777			۲	P	VARI	OUS	VARIOUS
		2A6-025353		· · · · · · · · · · · · · · · · · · ·		P	VAR		VARIOUS
		-2N6-009516				P	VARI		VARIOUS
	TVC IV LP - FR				├		VAR		VARIOUS
	TVC IV LIP - FR	OM K-1					AVI	1005	VARIOUS
<u>e</u>		(A) Description allowed	(-) (-	at an athan basis	 -		/b\/	Coun or /loos	\
	(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale				Gain or (loss is (f) minus	(g)
a	603,261.			326,11			·		277,148.
b	2,470,379.			1,876,38					593,992.
C	3,035,036.		ļ	2,585,78	7.				449,249.
d									13,305.
е			l						
	Complete only for assets showin	ng gain in column (h) and owned by	the foundation	n on 12/31/69				Col. (h) gain	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		xcess of col. (i) col. (j), if any		CC		not less tha (from col. (
									277,148.
<u>b</u>					$\neg +$			 	593,992.
_					\dashv		<u> </u>		449,249.
			<u> </u>		\dashv				13,305.
									13,303.
e				:	$\overline{}$				
2 C	apıtal gaın net ıncome or (net ca	pital loss) $\begin{cases} If gain, also enter \\ If (loss), enter -0 \end{cases}$			<u>}</u>	2			1,333,694.
3 N	et short-term capital gain or (los	ss) as defined in sections 1222(5) an	d (6):						
	gain, also enter in Part I, line 8,				ĴΙ				
	(loss), enter -0- in Part I, line 8	, .			<u> </u>	3		N/A	
Pa	rt V Qualification U	nder Section 4940(e) for	Reduced	Tax on Net	Inve	stment In	come		
(For	optional use by domestic private	foundations subject to the section 4	1940(a) tax or	net investment ind	come.)				
14	t 4040/4\/0\line length	are northlank							
II sec	ction 4940(d)(2) applies, leave th	iis part biank.							
Was	the foundation liable for the sect	tion 4942 tax on the distributable am	ount of any y	ear in the base peri	iod?				Yes X No
		ify under section 4940(e). Do not co							
1 E	nter the appropriate amount in e	each column for each year; see the in	istructions be	fore making any er	ntries.				
	(a) Base period years	(b)			(c)		i	Distrib	(d) oution ratio
Ca	ilendar year (or tax year beginnir			Net value of nor				(col. (b) div	ided by col (c))
	2012		9,217.			135,063			.071901
	2011	22	8,465.			181,47			.044093
	2010	29	5,787.			578,056			.064610
	2009	8	7,057.		3,	977,103	3.		.021890
	2008		4,485.		3,	930,019	7.		.044398
				· · · · · · · · · · · · · · · · · · ·		•		T	
2 T	otal of line 1, column (d)						2		.246892
		5-year base period - divide the total o	n line 2 by 5	or by the number (of vear	9	_		
	re foundation has been in exister		minic z by o,	or by aic number (OI YOU	J	3		.049378
u	le foundation has been in exister	ice il less than 5 years					"	 	.045570
	atan tha mat value of nancharitah	le use sente for 2012 from Bart V i	ına 6				4		5,775,004.
4 E	nter the net value of hononaritab	le-use assets for 2013 from Part X, I	ille 5				⊢		3,113,004.
							_		285,158.
5 IV	ultiply line 4 by line 3						5		203,130.
								1	12 707
6 E	nter 1% of net investment incom	ne (1% of Part I, line 27b)					6		13,787.
									200 045
7 A	dd lines 5 and 6						7		298,945.
g c	nter qualifying distributions from	Part XII line 4					8		849,450.
		line 7, check the box in Part VI, line	1b, and comp	olete that part using	a 1%	tax rate.		L	,1000
	ee the Part VI instructions.	,				-			

3 Add lines 1 and 2 Subbitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) Tax based on investment incomes. Subtract line 4 from line 3, if zero or less, enter -0- 5 Tax based on investment incomes. Subtract line 4 from line 3, if zero or less, enter -0- 6 Credist/Payments: 2 2013 estimated tax payments and 2012 overpayment credited to 2013 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to file (Form 8868) 6 Ca 8,000. 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 at through 6d 7 Total credits and payments. Add lines 6 at through 6d 8 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. Ill file or 5 more than line 10st lois reside 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ 12 Tax During the tax year, did the foundation attempt to induce carry national, state, or local legislation or did it participate or intervene in any policical campaign? 13 If the answer is "Yes" to 1 _{th} or 1 _{th}	Forr	m 990-PF (2013) LUCILLE AND RONALD NEELEY FOUNDATION			0386			Page 4
Dates of provides or determination letter: Catach copy of letter if necessary-see instructions) 1 13,78			(e), or 4	1948 -	see ii	nstrı	uctio	ns)
b Domestic foundations that meet the section 4940[e) requirements in Part V, check here ► X and enter 1% of Part I, line 12 cot. (b). 2 Tax winder section 511 (domestic section 4947(g)(1) trusts and taxable foundations enter 4% of Part I, line 12, cot. (b). 2 Tax winder section 511 (domestic section 4947(g)(1) trusts and taxable foundations only. Others enter -0-) 3 3 13,78 3 3 13,78 3 3 13,78 3 3 13,78 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credits/Payments: 2 2013 estimated tax payments and 2012 everypayment credited to 2013 8 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of firm to 16te (Form 8868) 6 Repair organizations - tax withheld at source 6 Tax paid with application for extension of firm to 16te (Form 8868) 6 Repair organizations - tax withheld at source 6 Tax paid with application for extension of firm to 16te (Form 8868) 7 Total credits and payments. Add lines 5 and 8t is more than line 7, enter amount over line 5 to 17, 161 8 Enter any peantify for underpayment of estimated tax. Check here in the amount over line 10 to 10 to 50 to 60 to 60 to 10 to 50 to 60 to	18	a Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔛 and enter "N/A" on line 1.)					
of Part I, line 27b		Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)		1 1				
a All other domestic foundations enter 2% of the 27h. Exempt foreign organizations enter 4% of Part I, Inte 12, cot. (b). 2	t	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗓 and enter 1%	}	1		1	3,7	<u> 187.</u>
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 4 Subtitle A (Income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on investment lincome. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax due, If the total critics 5 and 8 is more than line 5 de through 8d 6 Backup withholding erroneously withhold 6 Benter any penalty for underpayment of estimated tax. Check here if 16 from 220 is attached 7 Total credits and payments. Add lines 8 attrough 8d 8 Enter any penalty for underpayment of estimated 18d lines 7, enter amount owed 9 Tax due, If the board lines 3 and 8 is more than line 7, enter amount owed 9 Tax due, If the board lines 3 and 8 is more than line 7, enter amount overpaid 10 Overpayment, If line 7 is more than the lobid of lines 5 and 8, enter the amount overpaid 11 Center the amount of line 10 to be: Credited to 2014 estimated tax lines 1 and 10 through 8d lines 1 and 10 through		of Part I, line 27b						
3 13,78 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line of from line 3. If zero or less, enter -0- 6 CredistryPayments: 8 2013 estimated tax payments and 2012 overpayment credited to 2013 8 Exempt foreign organizations - tax withheld at source 6 Tax paid with application for extension of time to the (Form 8868) 8 Exel and with application for extension of time to the (Form 8868) 8 Tax dae. If the folial of lines 5 and 8 is more than line 7, enter amount owed 9 Tax die. If the folial of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Einet ribe amount of line 10 to be. Gredfield to 2014 estimated tax ► 3 , 374 . Refunded ► 11 Tax 16: 12 Tax 16: 13	c	: All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).)					
4 Subtilité A (monne) lax (domestic section 4947(a)(1) trusts and baxable foundations only, Others enter -0-) 5 Tax based on investment income, Subtract line 4 from line 3, if zero or less, enter -0- 6 Ciredis/Payments 2 2013 estimated bux payments and 2012 overpayment credited to 2013 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 8 9 , 161 . 9 Total credits and payments. Add lines 6a through 8d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax des. If the total of tines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the lotal of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the lotal of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the lotal of lines 5 and 8, enter the amount owed 11 Overpayment. If line 7 is more than the lotal of lines 5 and 8, enter the amount owed 12 Overpayment. If line 7 is more than 510 during the year (either directly or national separation of the definition)? 13 Jan 19 J	2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		_2				0.
Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credit/Payments: 2 2013 estimated bax payments and 2012 overpayment credited to 2013 8 Exempt foreign organizations - Lax withheld at source 1 Exp and with application for extension of time to file (Form 8868) 8 Except programments and 2012 overpayment credited to 2013 8 Exempt foreign organizations - Lax withheld at source 1 Exp and with application for extension of time to file (Form 8868) 8 Except programments and payments, Add lines Sa through 6d 8 Exiter any pentil for underpoyment of estimated tax. Check here ☐ If Form 2220 is attached 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax due, If the total of lines 5 and 8 is more than line 7, enter amount ower and 10 overpayment, If line 7 is more than 100 to 10 obs. Credited to 2014 estimated tax ▶ 3, 374. Refunded ▶ 11 10 Tax 10 Lines 10 to 10	3	Add lines 1 and 2		3		1	3,7	87.
8 Cradits/Payments: 3 2013 estimated bit payments and 2012 overpayment credited to 2013 6 Bexempt foreign organizations - tax withheld at source 6 Tax pad with application for extension of time to file (Form 3868) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here	4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4				0.
a 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - Lax withold at source 1 Cax pad with application for extension of time to the (Form 8888) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 6 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter a mount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter a mount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter a mount owed 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter a mount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ 3, 374. Refunded ▶ 11 12 During the tax year, dut the foundation attempt to influence any national, state, or local legislation or dui if participate or intervene in any political campagn? 10 Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 11 If the enswer is "Yes" to 1 ₂ or 1 ₂ , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities 10 If the foundation like Form 120-01, for this year? 2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: 2 If "Yes," attach a detailed description of the activities. 3 Has the foundation engaged in any activities that have not previously been reported to the IRS? 11 "Yes," attach a detailed description of the activities. 3 Has the foundation have unrelated business gross income of \$1,000 or more during the year? 4 Did the foundation have unrelated business gross income of \$1,000 or more during the year? 11 "Yes," attach the statement required by General Instruction T. 5 Are the requirements of	5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5		1	3,7	87.
b Exempt foreign organizations - tax withheld at source c Tax pad with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax die. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 Tax die. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 13 Overpayment. Illine 7 is more than the total of lines 5 and 8, enter the amount overpaid 14 Overpayment. Illine 7 is more than the line 7 is more than the 9 overpayment of the definition 10 overpayment of the 10 overpayment of the definition 10 overpayment of the lines 10 overpayment of the definition 10 overpayment of the definition 10 overpayment	6							
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e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.2 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities. 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? 5 If "Yes," has it filed a tax return on Form 990-T for this year? 6 If "Yes," attach the statement required by General Instruction T. 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? 7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV 7 X 8a Enter the states to which the foundation reports or with which it is registered (see instructions) CA b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction GP If "No," attach explanation 9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," exomplete Part XIV 9 X 10 Did any persons become substantial contributors during the tax year? ""Yes," etache a schedule listing their names and addresses	Ī		0.		- 1		İ	
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	990-PF (2013) LUCILLE AND RONALD NEELEY FOUNDATION 33-038	5127		Page 5
		T 1		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		х
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ► N/A			
14	The books are in care of ► LUCILLE NEELEY Telephone no. ► (619)	985	-61	50
	Located at ▶P.O. BOX 371347, SAN DIEGO, CA ZIP+4 ▶9	2137		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign	ļ <u>'</u>		
	country			
Pa	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
18	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1 [•
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	1 1		
	If the foundation agreed to make a grant to or to employ the official for a period after	1 1		
	termination of government service, if terminating within 90 days.)			
ı	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here			
(Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		I	
	before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			
	defined in section 4942(j)(3) or 4942(j)(5)):	1		
;	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning			
	before 2013?			
	If "Yes," list the years \blacktriangleright ,,,,			
l	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect			,
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		,-	
	statement - see instructions.) N/A	2b		
	o If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.			
	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	,		
3:	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time			
	during the year?			
I	b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after			
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose			
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A	3b		<u> </u>
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	48		X
I	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that			۱.,
	had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X
	F F	orm 99 0)-PF	(2013)

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Total. Add lines 1 through 3

0.

P	art X Minimum Investment Return (All domestic foundations r	must	complete this	part. Foreign foui	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitab	ole, etc	., purposes.			
а	Average monthly fair market value of securities				1a	5,447,750
b	Average of monthly cash balances				1b	400,152
C	Fair market value of all other assets				1c	15,046.
d	Total (add lines 1a, b, and c)				1d	5,862,948.
e	Reduction claimed for blockage or other factors reported on lines 1a and					
	1c (attach detailed explanation)	1e		0.		
2	Acquisition indebtedness applicable to line 1 assets				2	0.
3	Subtract line 2 from line 1d				3	5,862,948.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount	t, see i	nstructions)		4	87,944.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and of	n Part	V, line 4		5	5,775,004.
6	Minimum investment return. Enter 5% of line 5				6	288,750.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) all foreign organizations check here ☐ and do not complete this part.		5) private oper	ating foundations an	d certain	
1	Minimum investment return from Part X, line 6	,			1	288,750.
2a	Tax on investment income for 2013 from Part VI, line 5	2a		13,787.		· · · · · · · · · · · · · · · · · · ·
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b				
C	Add lines 2a and 2b		<u> </u>		2c	13,787.
3	Distributable amount before adjustments. Subtract line 2c from line 1				3	274,963.
4	Recoveries of amounts treated as qualifying distributions			ľ	4	0.
5	Add lines 3 and 4				5	274,963.
6	Deduction from distributable amount (see instructions)				6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part	XIII, I	ne 1		7	274,963.
P	Qualifying Distributions (see instructions)					
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purpose	poses				
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26				1a	849,450. 0.
b	Program-related investments - total from Part IX-B				1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitate	ble, etc	., purposes		2	
3	Amounts set aside for specific charitable projects that satisfy the:					
	Suitability test (prior IRS approval required)				3a	
b	Cash distribution test (attach the required schedule)				3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, ar			ļ	4	849,450.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investigations.	stmen	t			40
	income. Enter 1% of Part I, line 27b			Ļ	5	13,787. 835,663.
6	Adjusted qualifying distributions. Subtract line 5 from line 4			ί	6	
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years w 4940(e) reduction of tax in those years.	hen c	alculating whet	her the foundation q	ualifies for t	ihe section

Page 9

Part XIII Undistributed Income (see instructions)

•	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI,	· · · · · · · · · · · · · · · · · · ·			
line 7				274,963.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2013				1
a From 2008				
b From 2009				
c From 2010 74,740.				
dFrom 2011				
eFrom 2012 120,344.	105.004			
f Total of lines 3a through e	195,084.			<u> </u>
4 Qualifying distributions for 2013 from				}
Part XII, line 4: ►\$ 849, 450.				
a Applied to 2012, but not more than line 2a			0.	<u> </u>
b Applied to undistributed income of prior		•		
years (Election required - see instructions)	····	0.		
c Treated as distributions out of corpus	150 140	SEE STATEMENT	٥	
(Election required - see instructions)	159,143.	JEE JIAILMENI	7	074 062
d Applied to 2013 distributable amount	445 344			274,963.
e Remaining amount distributed out of corpus	415,344.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	769,571.			
b Prior years' undistributed income Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2012. Subtract line				
4a from line 2a. Taxable amount - see instr			0.	1
f Undistributed income for 2013. Subtract			· 	
lines 4d and 5 from line 1. This amount must				
be distributed in 2014				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	159,143.			
8 Excess distributions carryover from 2008				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014.				
Subtract lines 7 and 8 from line 6a	610,428.			
0 Analysis of line 9;				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
dExcess from 2012 35,941.				
e Excess from 2013 574, 487.				5 000 DE (000)

LUCILLE AND RONALD NEELEY FOUNDATION

33-0386127

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Page 11

Part XV Supplementary Informatio			<u>-</u>	
3 Grants and Contributions Paid During the		Payment		
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		
a Paid dunng the year				
COLLABORATION OF TEACHERS AND ARTISTS	NONE	509(A)(1)	DONATION FOR COTA	
P.O.BOX 122666			PROGRAMMING	222 222
SAN DIEGO, CA 92112				233,000.
PROJECT CONCERN INTERNATIONAL	NONE	509(A)(1)	WOMEN EMPOWERED (WE)	
5151 MURPHY CANYON RD, SUITE 320 SAN DIEGO, CA 92123	İ		INITIATIVE CONTRIBUTION	545,100.
21200, 01. 72120				313,100.
AN PIECE MANNET OF ANY	VOV.	E00/3\/1\	GENERAL GUARANTE	
SAN DIEGO MUSEUM OF MAN 1350 EL PRADO, BALBOA PARK	NONE	509(A)(1)	GENERAL SUPPORT	
SAN DIEGO, CA 92101				30,565.
PLANNED PARENTHOOD/ PACIFIC SW	NONE	509(A)(1)	GENERAL	
1075 CAMINO DEL RIO SOUTH	10112	(, ()	SUPPORT	
SAN DIEGO, CA 92108				1,000.
REGIONAL FOOD BANK OF OKLAHOMA	NONE	509(A)(1)	OKLAHOMA TORNADO	
P.O.BOX 270968,			RELIEF	
OKLAHOMA CITY, OK 73137	NATIONAL CURRENT	 		10,000.
	NTINUATION SHEE	(S)	▶ 3a	849,165.
b Approved for future payment				
			}	
NONE				
		•		
				
	<u> </u>		<u></u>	
Total			▶ 3b	0,

Part XVI-A Analysis of Income-Producing Activities

Enter gross-amounts unless otherwise indicated.	Unrelate	d business income	Exclude	ed by section 512, 513, or 514	(e)	
tittel gibssamounts unioss otherwise maicateu.	(a)	(b)	(C) Exclu-	(d)	Related or exempt	
1 Program service revenue	(a) Business code	Amount	sion	Amount	function income	
a	code		+			
b	-		╅			
C	-					
4			+-+			
			 - -			
1	-		+ +			
g Fees and contracts from government agencies	_		+-+			
2 Membership dues and assessments			+-+			
3 Interest on savings and temporary cash			 			
investments	l		14	79.		
4 Dividends and interest from securities			14	122,103.		
5 Net rental income or (loss) from real estate:			- t		·- <u></u>	
a Debt-financed property			1			
b Not debt-financed property						
6 Net rental income or (loss) from personal						
property	——		+-+			
7 Other investment income	 					
8 Gain or (loss) from sales of assets other			18	1,333,694.		
than inventory 9 Net income or (loss) from special events			+	1,333,034.		
	1		 			
10 Gross profit or (loss) from sales of inventory 11 Other revenue:		 _	+-+			
a	1 1		1	}		
<u> </u>	- 		+			
c	- 		1			
d						
e	-		1			
12 Subtotal, Add columns (b), (d), and (e)		0		1,455,876.	0.	
13 Total. Add line 12, columns (b), (d), and (e)				13	1,455,876.	
(See worksheet in line 13 instructions to verify calculations.)						

Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
323621	
323621 10-10-13	Form 990-PF (2013

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable **Exempt Organizations**

1 Did	the organization directly or indi	rectly engage in any	y of the followi	ng with any other organizat	ion described in se	ction 501(c) of		Yes	No
	Code (other than section 501(c				inizations?				
	nsters from the reporting found	iation to a noncharit	lable exempt or	ganization of:					
, ,	Cash						1a(1)		X
, ,	Other assets						1a(2)		Х
	er transactions:								
	Sales of assets to a noncharita						1b(1)	-	X
	Purchases of assets from a no	•	organization				1b(2)		X
	Rental of facilities, equipment,						1b(3)		X
, ,	Reimbursement arrangements	j					1b(4)		X
	Loans or loan guarantees Performance of services or me	amborchin or fundra	noma calicitatio	200			1b(5) 1b(6)		X
	ring of facilities, equipment, ma	•	-				10(0)		X
	e answer to any of the above is			• •	wave show the fair	market value of the goods of		ets	
	ervices given by the reporting f	, ,	•	• •	•	• •		013,	
	mn (d) the value of the goods,				and in any management	or onag arrangement, or			
(a)Line no				e exempt organization	(d) Description	on of transfers, transactions, and s	haring arr	angemei	nts
			N/A						
			<u></u>	 -					
									-
	ļ., <u>.</u>								
					_				
				· · · · · · · · · · · · · · · · · · ·					
	 				_ 				
	 				- 				
On In th	o foundation dispaths as indicast	the affiliated with or	rolated to one	ar mare toy everet ergen					
	e foundation directly or indirect iction 501(c) of the Code (other				izations described	Γ	Yes	X	No
	es," complete the following sch	·	.)(3)) UI III 36CI	1011 321			163	LAL	1 140
<u> </u>	(a) Name of org			(b) Type of organization	Ţ	(c) Description of relationsh	ip		
	N/A			(/)/			·		—
						·		_	
	· · · · · · · · · · · · · · · · · · ·								
1.	Under penalties of perjury declare tand belief, it is true, correct, and cort	that I have examined the	is return, includin	g accompanying schedules and	statements, and to the	w has any kaoudodos IVIAY	the IRS di	scuss th	าเร
Sign		ell				show	n with the	preparei see instr)?
Here				0/11/19	PRESI	DENT	Yes		No
	Signature of officer or trustee			Date	Title	Observation of the Control of the Co			
	Print/Type preparer's na	me	Preparer's si	gnature	Date .	Check if PTIN			
Dair		****		/	8/1/14	self- employed	C 4 0 .		
Paid Propor	JULIE KEEN		<u> </u>		T 9 11.1.1		6495		
Prepai Use Oi		OLTTE TAX	K LL/P			Firm's EIN ► 86 – 10	00/	1 4	
USE U		E WELCH DE	O A DEFA	CITTUD 700	_ 	 			
	Firm's address ▶ 65					Phone no. (619)	222	-650	١٥
	SAI	N DIEGO,	CM 341	01-0330			m 990	_	
						For	33U		1013)

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www irs gov/form990 ·

OMB No 1545-0047

Name of the organization	1	Employer identification number							
LUCILLE AND RONALD NEELEY FOUNDATION 33-0386127									
Organization type(check	one)·								
Filers of:	Filers of: Section:								
Form 990 or 990-EZ 501(c)() (enter number) organization									
4947(a)(1) nonexempt charitable trust not treated as a private foundation									
	527 political organization								
Form 990-PF	X 501(c)(3) exempt private foundation								
	4947(a)(1) nonexempt charitable trust treated as a private foundation								
	501(c)(3) taxable private foundation								
General Rule X For an organization	e)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule of the General Rule and a Special Rule of the Specia								
Special Rules									
509(a)(1) and 170	(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the region (b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the go (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II								
For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.									
For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year									
Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).									

Name of organization

Employer identification number

LUCILLE AND RONALD NEELEY FOUNDATION

33-0386127

Part I	Contributors (see instructions). Use duplicate copies of Part I	l if additional space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	LUCILLE AND RONALD NEELEY P.O. BOX 371347 SAN DIEGO, CA 92137-1347	\$\$.	Person X Payroll
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroli Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
23452 10-24		\$	Person Payroll Noncash (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

LUCILLE AND RONALD NEELEY FOUNDATION

33-0386127

Part II	Noncash Property (see instructions) Use duplicate copies of F	Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
		\$	İ	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
-		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
-				
-		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
-		_		
-		\$		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
-		s		
(a) No. from	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received	
-				
_				

name of orga	INIZALION	Employer teenancation number					
LUCILL	E AND RONALD NEELEY FO	UNDATION	33-0386127				
Part III	Exclusively religious, charitable, etc., indi year. Complete columns (a) through (e) and the total of exclusively religious, charitable, e	ividual contributions to section 501(c) the following line entry. For organization tc., contributions of \$1,000 or less for	(7), (8), or (10) organizations that total more than \$1,000 for the is completing Part III, enter the year. (Enter this information once)				
(a) No.	Use duplicate copies of Part III if addition	nal space is needed					
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
		(e) Transfer of gift					
	Transferee's name, address, a	and ZIP + 4	Relationship of transferor to transferee				
(a) No							
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
		(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
-							
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	(e) Transfer of gift						
-	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee				
-							
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
-	(e) Transfer of gift						
-	Transferee's name, address, a	nd ZIP + 4	Relationship of transferor to transferee				
-							
			Sahadula B (Farm 000, 000 F7, as 000 BE) /2013				

3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
UNITED WAY OKLAHOMA	NONE	509(A)(1)	OKLAHOMA TORNADO	
PO BOX 837		,	RELIEF	
OKLAHOMA CITY, OK 73101				10,00
LA JOLLA PLAYHOUSE	NONE	509(A)(1)	DUCATION & OUTREACH	
P.O. BOX 12039			INITIATIVES	45.00
SAN DIEGO, CA 92039				15,00
ART OF ELAN	NONE	509(A)(1)	GENERAL CONTRIBUTION	
3730 FIRST AVE., #1 SAN DIEGO, CA 92103				1,00
DIA D100, Ch 78107		1		
WAWORD, INC. (A WAY WITH WORDS)	NONE	509(A)(1)	ART & CULTURE GENERAL	
P.O. BOX 632721 SAN DIEGO, CA			SUPPORT	
92163				2,50
YOUTH TENNIS SAN DIEGO FOUNDATION	NONE	509(A)(1)	MEMORIAL CONTRIBUTION	
4490 W PT LOMA BLVD				
SAN DIEGO, CA 92107				1,00
		ļ		
Total from continuation sheets				29,50
LOTAL HOW CONTINUATION SUCCES				

FORM 990-PF INTERE	EST ON SAVII	IGS AND TEM	PORARY (CASH IN	VESTMENTS	STATEMENT	1
SOURCE	REVE			(B) VESTMENT COME	(C) ADJUSTED NET INCOME		
BANK AMERICA		79.		79.			
TOTAL TO PART I, LI	79.		79.				
FORM 990-PF	DIVIDENDS	AND INTER	EST FROM	1 SECUR	ITIES	STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDEND	REV	(A) /ENUE BOOKS	(B) NET INVEST MENT INCOM		
CREDIT SUISSE 2A6-025353 CREDIT SUISSE	47,417.			17,417.			
2N6~009516 NEW BRIDGE 38P~002777	68,038. 6,648.		0.	6,648.			
TO PART I, LINE 4	122,103.		0. 12	22,103.	116,492	•	— —
FORM 990-PF		ACCOUNTI	NG FEES			STATEMENT	3
DESCRIPTION		(A) EXPENSES PER BOOKS	(B) NET INV MENT IN	EST-	(C) ADJUSTED NET INCOME	(D) CHARITAB PURPOSE	
ACCOUNTING FEES	_	7,235.	7	,235.			0.
TO FORM 990-PF, PG	1, LN 16B	7,235.	7	,235.			0.

FORM 990-PF	TAX	ES	STATEMENT 4			
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCOM			
EXCISE TAX FOREIGN TAX EXPENSES	3,710. 4,858.	0. 4,858.		0.		
TO FORM 990-PF, PG 1, LN 18	8,568.	4,858.		0.		
FORM 990-PF	OTHER E	XPENSES		STATEMENT 5		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM			
LICENSES & FEES MANAGEMENT INV. FEES TCV IV, LP	285. 59,126. 379.	0. 59,126. 379.		285. 0. 0.		
TO FORM 990-PF, PG 1, LN 23	59,790. 59,505.			285.		
FORM 990-PF	CORPORAT	E STOCK	\ <u></u>	STATEMENT 6		
DESCRIPTION		во	OK VALUE	FAIR MARKET VALUE		
NB#38-P002777 CREDIT SUISSE # 2A6-025353 CREDIT SUISSE # 2N6-009516			0. 2,049,628. 2,249,586.	0. 2,270,654. 2,511,882.		
TOTAL TO FORM 990-PF, PART II	I, LINE 10B		4,299,214.	4,782,536.		

FORM 990-PF OTHER	INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
TCV IV, LP	COST	66,349.	15,046	•
TOTAL TO FORM 990-PF, PART II, LINE 13		66,349.	15,046	<u> </u>
FORM 990-PF PART XV LIST OF FOUND	- LINE 1A ATION MANAGE	RS	STATEMENT	8

NAME OF MANAGER

LUCILLE NEELEY RONALD NEELEY

Lucille and Ronald Neeley Foundation Tax ID #33-0386127

A Statement Attached to and Made Part of Return of Private Foundation (Form 990-PF) For the year ended December 31, 2013

Election to Treat Qualifying Distribution as Coming From Corpus Pursuant to Code Sec. 4942(h)(2) and Reg. §53.4942(a)-3(d)(2)

Pursuant to Code Sec. 4942(h)(2) and Reg. §53.4942(a)-3(d)(2), the Ronald & Lucille Neeley Foundation elects to treat prior year qualifying distributions as allocated in the following manner:

- 1. \$74,740 out of corpus from the tax year ending December 31, 2010;
- 2. \$84,403 out of corpus from the tax year ending December 31, 2012

Signature of foundation officer, manager, or director